Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: **NEW ASSIGNMENT** NATURE OF CONVEYANCE: CHANGE OF NAME

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------|----------|----------------|--|
| IEG Acquisition LLC | | 105/02/2006 1 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| Name: | IEG, LLC | |
|-------------------|-------------------------------------|--|
| Street Address: | 125 Park Avenue | |
| Internal Address: | 4th Floor | |
| City: | New York | |
| State/Country: | NEW YORK | |
| Postal Code: | 10017 | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | |

PROPERTY NUMBERS Total: 15

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------|
| Registration Number: | 2725303 | SPONSORSHIP.COM |
| Registration Number: | 2320308 | METASPONSORSHIP |
| Registration Number: | 2240303 | IEG VALUATION |
| Registration Number: | 2078825 | IEG |
| Registration Number: | 2620639 | SPONSORDEX |
| Registration Number: | 2078824 | IEG |
| Registration Number: | 2040405 | IEG |
| Registration Number: | 2052453 | IEG |
| Registration Number: | 2240302 | IEG VALUATION |
| Registration Number: | 2309780 | AN IEG VALUED PROPERTY |
| Registration Number: | 2779093 | IEG SPONSORSHIP REPORT |
| Registration Number: | 2309779 | IEG |
| Registration Number: | 2806238 | IEG SPONSORSHIP AUDIT |

TRADEMARK

900079210 **REEL: 003560 FRAME: 0342**

| Registration Number: | 2309778 | IEG |
|----------------------|---------|------------------------|
| Registration Number: | 2312384 | AN IEG VALUED PROPERTY |

CORRESPONDENCE DATA

Fax Number: (212)468-4888

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-468-4823
Email: jkatz@dglaw.com
Correspondent Name: Jeffrey C. Katz
Address Line 1: 1740 Broadway

Address Line 4: New York, NEW YORK 10019

| ATTORNEY DOCKET NUMBER: | 22074-0002-000 |
|-------------------------|-------------------|
| NAME OF SUBMITTER: | Jeffrey C. Katz |
| Signature: | /jeffrey c. katz/ |
| Date: | 06/13/2007 |

Total Attachments: 4

source=IEG LLC Name Change#page1.tif source=IEG LLC Name Change#page2.tif source=IEG LLC Name Change#page3.tif source=IEG LLC Name Change#page4.tif



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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "IEG ACQUISITION LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF APRIL, A.D. 2006, AT 1:39 O'CLOCK P.M.

4136041 8100

060311497

Darriet Smith Windson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4639776

DATE: 04-03-06

State of Delaware Secretary of State Division of Corporations Delivered 01:42 PM 04/03/2006 FILED 01:39 PM 04/03/2006 SRV 060311497 - 4136041 FILE

CERTIFICATE OF FORMATION OF IEG ACQUISITION LLC

FIRST: The name of the limited liability company is IEG Acquisition LLC.

SECOND: The address of its registered office in the State of Delaware is 874 Walker Road, Suite C, Dover, Delaware 19904. The name of its Registered Agent at such address is United Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of IEG Acquisition LLC this 3rd day of April, 2006.

/s/ Joanne BL Arnold
Joanne BL Arnold, Organizer

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PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "IEG ACQUISITION LLC", CHANGING ITS NAME FROM "IEG ACQUISITION LLC" TO "IEG, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 2006, AT 12:32 O'CLOCK P.M.

8100

4136041 8100

060437429

Darriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4732050

DATE: 05-09-06

State of Delaware Secretary of State Division of Corporations Delivered 12:44 PM 05/02/2006 FILED 12:32 PM 05/02/2006 SRV 060407970 - 4136041 FILE

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF FORMATION OF IEG ACQUISITION LLC

Pursuant to Section 18-202 of the Limited Liability Company Act of the State of Delaware

- 1. The name of the limited liability company is: IEG ACQUISITION LLC.
- 2. The Certificate of Formation of this company was filed on April 3, 2006 with the Secretary of State of the State of Delaware, under the name "IEG Acquisition LLC"
 - 3. This company hereby amends its Certificate of Formation as follows:

Paragraph 1 of the Certificate of Formation, relating to the corporate title of the limited liability company is hereby amended to read as follows:

"1. The name of the limited liability company is: IEG, LLC

IN WITNESS WHEREOF, I hereunto sign my name and affirm that the statements made herein are true under the penalties of perjury, this 26th day of April, 2006.

IEG ACQUISTION LLC

GROUP M WORLDWIDE, INC.; the sole member

Kevin Farewell

Secretary

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RECORDED: 06/13/2007